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Correction of PTO Error	Merger Month Day Year
Reel # Frame # Corrective Document	Change of Name
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Conveying Party	Mark if additional names of conveying parties attached Execution Date
Name Levi Strauss & Co.	Month Day Year
Formerly	
Individual General Partnership	Limited Partnership Corporation Association
Other	
	tion a Delaware Corporation
X Citizenship/State of Incorporation/Organization Receiving Party	
	Mark if additional names of receiving parties attached
Name Bank of America, N.A.	, as Collateral Agent
DBA/AKA/TA	
Composed of	
Address(line 1) 1455 Market Street, I	2th Floor
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Corporation X Association	assignment and the receiving party is not domiciled in the United States, an appointment of a domestic
Other	representative should be attached. (Designation must be a separate
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Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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Correspondent Name and Address Area Code and Telephone Number (41	5) 501-2373
Name Thomas M. Onda, Esq.	
Address(line 1) Levi Strauss & Co.	
Address(Nine 2) 1155 Battery Street	
Address (line 3)	
Address(line 4) San Francisco, CA 94111	
Pages Enter the total number of pages of the attached conveyance docum including any attachments.	nent # 2
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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH n	•
Trademark Application Number(s) Registration 78106175	on Number(s)
78106216	
Number of Properties Enter the total number of properties involved. #	2
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): c	<u> </u>
Method of Payment: Enclosed Deposit Account X	65,00
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number; #	121161
Authorization to charge additional fees:	Yes X No
Statement and Signature	
To the best of my knowledge and belief, the foregoing/information is true and co attached copy is a true copy of the original document. Charges to deposit accou indicated herein.	
Thomas M. Onda Assistant Secretary	June 3, 2002
Name of Person Signing Signature	Date Signed

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IP SUPPLEMENT NO. 5

This IP SUPPLEMENT NO. 5, dated April 10, 2002, is delivered pursuant to and supplements (i) the Pledge and Security Agreement, dated as of February 1, 2001 (as it may be from time to time amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"), among Levi Strauss & Co., the other Grantors named therein, and Bank of America, N.A., as Secured Party, and (ii) the Grant of Trademark Security Interest dated as of February 1, 2001 (the "Grant") executed by Grantor. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Grant.

Grantor grants to Secured Party a security interest in all of Grantor's right, title and interest in and to the Trademark Collateral listed on Schedule A attached hereto. All such Trademark Collateral shall be deemed to be part of the Trademark Collateral and shall be hereafter subject to each of the terms and conditions of the Security Agreement and the Grant.

IN WITNESS WHEREOF, Grantor has caused this Supplement to be duly executed and delivered by its duly authorized officer as of April 10, 2002.

LEVI STRAUSS & CO.

Name: Joseph M. Maurer

Title: Vice President and Treasurer

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JM MARK STATUS		APP, NUM	APP. DATE REG. NUM	REG. DATE GOODS	CLASS
KS IN UNITED STATES					
19A GO KHAKI APPLICATION PEN	TON PENDING	78/106175	02/01/2002	CLOTHING, NAMELY PANTS.	ANTS.
20A STAIN DEFEMDER APPLICATION PEN	ION PENDING	78/106216	02/01/2002	CLOTHING, NAMELY PANTS, SHORTS AND SHIRTS.	PANTS, I

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